

New York SMSA Limited Partnership - P.S.C. No. 2

Optional Contract Period applicable to Pricing Plan D (Leisure) (1) (Page 24) Term of optional contract - 12 months

Discount Applicable - A usage allowance of 30 off-peak minutes per month, a discount of \$.02 per minute on peak usage and a discount of \$.05 per minute on off-peak usage. In the event that a customer terminates service prior to the expiration of the Optional Contract Period, the discount is revoked and becomes due(2). In addition, an administrative termination charge shall apply as specified below. The sum of the discount revoked and the administrative termination charge shall not exceed the amounts listed below. Suspension of service for non payment shall constitute a breach of the agreement and shall place liability on customer of all current and past due amounts. Subsequent payment of all moneys due shall not result in the resumption of this 12 month service agreement.

Administrative Termination Charge

<u>Minimum</u>	<u>Effective</u>	<u>Maximum</u>
\$00	\$50(3)	\$50

(1) See footnote 1 on previous page (2) See footnote 2 on previous page.

(3) The maximum administrative termination charge is \$48.00. This charge is reduced in each successive month so that the sum of the discount revoked and the administrative termination charge shall not exceed the amounts listed below.

<u>Month on plan</u>	<u>1</u>	<u>2</u>	<u>3</u>	<u>4</u>	<u>5</u>	<u>6</u>	<u>7</u>	<u>8</u>	<u>9</u>	<u>10</u>	<u>11</u>	<u>12</u>
Plans A, B and I	80	85	90	95	100	105	110	105	100	95	90	54
Plan D	52	59	66	73	80	87	94	91	88	85	82	24

Optional Contract - Applicable to Pricing Plan K (Safety Advantage) Term of Contract - 12 months

Discount Applicable - Customers may enter into a 12 month prepaid contract and receive a discount of \$5.00 per month on access. In the event that a customer terminates service or switches to a month to month price plan prior to the expiration of the Optional Contract Period, the prepaid access charges for the remaining term of the Optional Contract Period will be forfeited. If the customer transfers to another contracted price plan, termination charges will be waived and any balance remaining under the terminated contract will be applied as a credit on the subsequent contract. Customers are not eligible for Seasonal Suspend. Customers who are currently on another contracted price plan who switch to a prepaid contract under the Safety Advantage Plan shall be responsible for the applicable termination charges.

Contract Period applicable to Pricing Plans M30, M60, M180

Discount Applicable - 24 month contracts are no longer available, effective July 5, 1994, except for customers currently on 24 month M30, M60, M180 or Simplicity plans who want to switch to a higher usage plan. Customers entering into a 12 month contract on Pricing Plans M30, M60 or M180 prior to October 9, 1994 will receive a credit of \$50.00 applied against the activation charge. In addition, Customers will receive an off-peak allowance equal to the minute allowance of the selected plan each month until December. Usage allowances and promotional minutes are not transferable, can not be carried over to a subsequent month, and may not be available where other non-tariffed promotions are offered. Customers receiving other non-tariffed items may be ineligible for access credits or additional usage allowances. Customers currently on other contracted price plans who switch to M30, M60 or M180 and who want to receive the promotional offering will incur applicable termination charges. Customers switching from other contracted price plans must enter into a new contract of equal or greater duration. In the event Customer terminates service prior to the expiration of the contract period, the termination charges of \$150.00 will apply except that customers who entered into contract prior to July 5, 1994, will pay termination charges as set forth below. Customers may switch to a higher usage allowance plan without incurring termination charges.

Termination Charges For Customer Entering into Contracts prior to July 5, 1994

<u>Plan M30</u>		<u>Plan M60</u>		<u>Plan M180</u>	
<u>Year One</u>	<u>Year Two</u>	<u>Year One</u>	<u>Year Two</u>	<u>Year One</u>	<u>Year Two</u>
\$75.	\$50.	\$100.	\$75.	\$150.	\$125.

Termination Charges For Pricing Plan M350

<u>Year One</u>
\$150.

Termination Charges For Pricing Plan N

<u>Year One</u>	<u>Year Two</u>
\$150.	\$100.

Issued: August 12, 1994

Effective: August 15, 1994

By: R. Dolan, Vice President, New York Cellular Geographic Service Area, Inc., Orangeburg, NY
on behalf of the New York SMSA Limited Partnership

Contract Period applicable to Pricing Plan E (Simplicity) (1) (Page 24) Term of optional contract - 12 months

Discount Applicable - Customers entering into a contract prior to October 9, 1994 will receive a credit of \$50.00 applied against the activation charge and up to 60 minutes of usage applied as an allowance in the first billing cycle following activation. In the event that a customer terminates service prior to the expiration of the Optional Contract Period, a termination charge shall apply as specified below. Suspension of service for non payment shall constitute a breach of the agreement and shall place liability on customer of all current and past due amounts. Subsequent payment of all monies due shall not result in the resumption of this 12 month service agreement. Existing customers on contracted price plans are ineligible to receive promotional offerings. Customers on contracted pricing plans that expire in March and April who renew or switch to Pricing Plan E prior to May 1, 1994 shall receive 100 free minutes of usage applied as an allowance of 50 minutes in each of their June and July billing cycles. Customers on contracted pricing plans that expire in May and June who renew or switch to Pricing Plan E prior to July 1, 1994 shall receive 60 free minutes of usage applied as an allowance of 30 minutes in each of their August and September billing cycles. MobilePerks customers may receive equivalent MobilePerk points in lieu of minutes.

Termination Charges - Pricing Plan E (Simplicity)(12 Months) For Customers Entering into Contracts prior to July 5, 1994

Months 1-3	\$50.00	Months 4-12	\$75.00
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Termination Charges - Pricing Plan E (Simplicity)(12 Months) For Customers Entering into Contracts after July 5, 1994
\$150.Contract Period applicable to Pricing Plan E (Simplicity) (1) (Page 24) Term of optional contract - 24 months

Discount Applicable - 24 month contracts are no longer available, effective July 5, 1994. The customer entering into a contract prior to July 4, 1994 will receive a credit of \$50.00 applied against the activation charge and up to 60 minutes of usage applied as an allowance in each of the first and thirteenth billing cycles following activation. In the event that a customer terminates service prior to the expiration of the optional contract period, the termination charges specified for Two-year Simplicity below will apply. Customers may also choose to enter into a 24 month agreement in conjunction with other non-tariffed product offerings. If such option is selected the termination charges specified for Simplicity 24 below will apply. Existing customers on contracted price plans are ineligible to to receive promotional offerings.

<u>Termination Charge - Pricing Plan E (Two-year Simplicity)</u>	Months 1-12	\$150.00	Months 13-24	\$100.00
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Contract Period applicable to Pricing Plan E (Simplicity) (1) (Page 24) Term of optional contract - 36 months

Discount Applicable - Customers who have access numbers currently under other contracted price plans may terminate such contracts and incur no termination charges, provided those access numbers are reassigned to a three-year agreement. Customers will also receive a credit equal to the monthly access charge in the first and thirteenth full bill cycle for additional new activations. If the Customer cancels prior to the expiration of the contracted period, or if the Company terminates for non-payment, the termination charges set forth below shall apply.

<u>Termination Charge - Pricing Plan E (Three year Simplicity)</u>			
Months 1-12	\$150.	Months 13-24	\$100.
Months 25-36	\$50.		

Contract Period applicable to Pricing Plan O (Page 24) Term of optional contract - 12 , 24 or 36 months

Discount Applicable - Qualified Customers who switch from other pricing plans shall have applicable termination charges waived. Customers may request multiple billing addresses and, upon written authorization, add subsidiary companies and employees to the plan. To be eligible, a subsidiary must be at least 50% owned by the corporate customer. In the event that Customer terminates service prior to the expiration of the contract, the termination charges below shall apply. In the event the account falls below the required 25 access number minimum, termination charges shall be applied against all remaining access numbers and the effective rate will be the then effective rate for Pricing Plan E1 (monthly Simplicity). 36 month contracts are available only to Customers with over 150 activated access numbers.

Termination Charges - Pricing Plan O

Months 1-12	\$150.	Months 13-24	\$100.	Months 25-36	\$50.
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Contract Period applicable to Pricing Plan J (Simplicity Plus) (1) (Page 24) Term of contract - 24 months

Discount Applicable - Pricing Plan no longer available, effective as of July 5, 1994. The customer entering into a contract prior to July 4, 1994 will receive a credit of \$50.00 applied against the activation charge. In addition, Customer will receive up to 130 minutes of usage which will be applied as an allowance of 65 minutes in the first and thirteenth bill cycles following activation. In the event that a customer terminates service prior to the expiration of the Contract Period, a termination charge shall apply as specified below. Termination charges will be waived for customers who activated during November, December and January who switch to the two-year Simplicity price plan before July 4, 1994 (non-tariffed product costs will be incurred). Suspension of service for non payment shall constitute a breach of the agreement and shall place liability on customer of all current and past due amounts. Subsequent payment of all monies due shall not result in the resumption of this 24 month service agreement. Existing customers on contracted price plans are ineligible to receive promotional offerings. Customers on contracted pricing plans that expire in March and April who renew or switch to Pricing Plan J prior to May 1, 1994 shall receive 100 free minutes of usage applied as an allowance of 50 minutes in each of their June and July billing cycles. Customers on contracted pricing plans that expire in May and June who renew or switch to Pricing Plan J prior to July 1, 1994 shall receive 60 free minutes of usage applied as an allowance of 30 minutes in each of their August and September billing cycles. MobilePerks customers may receive equivalent MobilePerk points in lieu of minutes.

Termination Charge - Pricing Plan J (Simplicity 24 and Simplicity Plus)

Months 1-2	\$50.00	Months 3-24	\$120.00
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Optional Contracts - Applicable to Pricing Plan G (Simplicity) (Page 24)

Term of Optional Contract - 26 Months - This offer expires 11/7/93.

Discount Applicable - The customer will receive a credit of \$50.00 applied against the activation charge. The discounted access and usage rates provided under the simplicity contract agreement are discounted from the month to month Plan A and Plan B rates and are as specified on pages 3 and 4, preceding.. Customers will also receive up to 60 minutes of usage in each of the first three billing periods. Minutes must be used in the billing period in which they are given and may not be shared. In the event that a customer terminates service prior to the expiration of the Optional Contract Period, a termination charge to recover the discounts provided shall apply as specified below. Suspension of service for non payment shall constitute a breach of the agreement and shall place liability on customer of all current and past due amounts. Subsequent payment of all monies due shall not result in the resumption of this service agreement.

Term of Optional Contract - 14 Months - (Page 24) This offer expires 11/7/93.

Discount Applicable - The discounted access and usage rates provided under the simplicity contract agreement are discounted from the month to month Plan A and Plan B rates and are as specified on pages 3 and 4, preceding.. Customers will also receive up to 60 minutes of usage in each of the first three billing periods. Minutes must be used in the billing period in which they are given and may not be shared. In the event that a customer terminates service prior to the expiration of the Optional Contract Period, a termination charge to recover the discounts provided shall apply as specified below. Suspension of service for non payment shall constitute a breach of the agreement and shall place liability on customer of all current and past due amounts. Subsequent payment of all monies due shall not result in the resumption of this service agreement.

Customers that have not been subscribers of the Company's service in the last 90 days.

Termination Charge Pricing Plan ESimplicity 14 month

Months 1-2	\$00.00
Months thereafter	\$120.00

Simplicity 26 Month

Months 1-2	\$00.00
Months thereafter	\$170.00

All Other CustomersTermination Charge Pricing Plan ESimplicity 14 Month

Months 1-14	\$120.00
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Simplicity 26 Month

Months 1-26	\$170.00
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Cross Reference - P.S.C. No. 2 - Cellular RadioGroup Contract (Page 25)Minimum Quantity of Access Numbers Required for Group

<u>Minimum</u>	<u>Effective</u>	<u>Maximum</u>
10	100	200

Contract Period applicable to Pricing Plan P (Simplicity Plus) Term of contract - 24 months

Discount Applicable - Customer will receive up to 130 minutes of usage which will be applied as an allowance of 65 minutes in the first and thirteenth bill cycles following activation. In the event that a customer terminates service prior to the expiration of the Contract Period, a termination charge shall apply as specified below.

Termination Charge - Pricing Plan P (Simplicity Plus)

Months 1-2	\$50.00	Months 3-24	\$120.00
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Contract Period Applicable to Pricing Plans G30 and G75 - Term of Contract: 12 Months

Customers entering into a 12 month contract under credit card billing will receive a credit of \$50.00 toward the activation fee. In the event that a customer terminates service prior to the expiration of the Contract Period, a termination charge shall apply as specified below.

Termination Charge - Pricing Plans G30 and G75

\$150.00

Usage Rates for New Jersey Customers

		<u>Rate Per Minute</u>			
	<u>Minimum</u>	<u>Plan A¹</u>	<u>Plan B¹</u>	<u>Plan C¹</u>	<u>Maximum</u>
<u>Access Rates*</u>	\$.00	\$29.99	\$44.99	\$164.99	\$200.00
<u>Usage Rates Per Minute</u>					
Peak Period Per Minute or Fraction (Page 20)	\$.00	.85	.43	.38	\$5.00
Off-Peak Period Per Minute or Fraction (Page 20)	\$.00	.35	.35	.30	\$5.00
Call Forwarded, Per Peak Minute or Fraction (Page 20)	\$.00	.85	.43	.38	\$5.00
Call Forwarded, Per Off Peak Minute or Fraction (Page 20)	\$.00	.35	.35	.30	\$5.00
Usage Allowance Per Access No. (Page 20)	0	0	0	350 (peak)	5000
Minimum Usage Requirement per Access Number (Minutes) (Page 12)	0	NA	NA	NA	500
Message Retrieval/Delivery					
Per Peak Minute	\$.00	.85	.43	.38	\$5.00
Per Off Peak Minute	\$.00	.35	.35	.30	\$5.00

Pricing Plan Usage Discount for New Jersey Customers

Pricing Plan	<u>Total Usage per access number</u>	<u>Effective discount for usage</u>			<u>Maximum %</u>
		<u>Plan A¹</u>	<u>Plan B¹</u>	<u>Plan C¹</u>	
0-99		0	0	0	16
100-149		0	5	0	16
150-199		0	10	0	16
200-299		0	12.5	0	16
300+		0	15	0	16

Volume Discount for New Jersey Customers - Applies to all plans except L¹, M¹, and N¹

USAGE RATE DISCOUNT		
Quantity of <u>Access Numbers</u>	<u>Discount %</u>	
	<u>Effective</u>	<u>Maximum %</u>
1 - 4	0	10%
5 - 24	5%	10%
25 - 50	10%	10%
51+	10%	10%

*These rates are for access in the state of New Jersey and are provided for informational purposes only.

Issued: April 29, 1994

Effective: May 1, 1994

By: R. Dolan, Vice President, New York Cellular Geographic Service Area, Inc., Orangeburg, NY
on behalf of the New York SMSA Limited Partnership

Usage Rates for New Jersey Customers

		<u>Rate Per Minute</u>				
	<u>Minimum</u>	<u>Plan D¹</u>	<u>Plan E¹</u>	<u>Plan F¹</u>	<u>Plan G¹</u>	<u>Maximum</u>
<u>Access Rates*</u>	\$.00	\$24.99	\$39.99	\$159.99	\$34.99	\$200.00
<u>Usage Rates Per Minute</u>						
Peak Period Per Minute or Fraction (Page 20)	\$.00	.85	.43	.38	.68	\$5.00
Off-Peak Period Per Minute or Fraction (Page 20)	\$.00	.35	.35	.30	.45	\$5.00
Call Forwarded, Per Peak Minute or Fraction (Page 20)	\$.00	.85	.43	.38	.68	\$5.00
Call Forwarded, Per Off Peak Minute or Fraction (Page 20)	\$.00	.35	.35	.30	.45	\$5.00
Usage Allowance Per Access No. (Page 20)	0	60 (off peak)	0	350 (peak)	30 (peak)	5000
Minimum Usage Requirement per Access Number (Minutes) (Page 12)	0	NA	NA	NA	NA	500
Message Retrieval/Delivery						
Per Peak Minute	\$.00	.85	.43	.38	.68	\$5.00
Per Off Peak Minute	\$.00	.35	.35	.30	.45	\$5.00

Pricing Plan Usage Discount for New Jersey Customers

Pricing Plan	<u>Total Usage per access number</u>	<u>Effective discount for usage</u>				
		<u>Plan D¹</u>	<u>Plan E¹</u>	<u>Plan F¹</u>	<u>Plan G¹</u>	<u>Maximum %</u>
	0-99	0	0	0	0	16
	100-149	0	5	0	0	16
	150-199	0	10	0	0	16
	200-299	0	12.5	0	0	16
	300+	0	15	0	0	16

Pricing Plans A-G, and K are available as monthly plans. Pricing Plans H, I and J require a minimum 12 month contract; Plans L and M require a minimum 24 month contract; Plan N requires a minimum 36 month contract.

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Issued: April 29, 1994

Effective: May 1, 1994

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Usage Rates for New Jersey Customers

		<u>Rate Per Minute</u>				
	<u>Minimum</u>	<u>Plan H¹</u>	<u>Plan I¹</u>	<u>Plan J¹</u>	<u>Plan K¹</u>	<u>Maximum</u>
<u>Access Rates*</u>	\$.00	\$27.99	\$49.99	\$169.99	\$39.99	\$200.00
<u>Usage Rates Per Minute</u>						
Peak Period Per Minute or Fraction (Page 20)	\$.00	.53	.43	.38	.68	\$5.00
Off-Peak Period Per Minute or Fraction (Page 20)	\$.00	.35	.35	.30	.45	\$5.00
Call Forwarded, Per Peak Minute or Fraction (Page 20)	\$.00	.53	.43	.38	.68	\$2.00
Call Forwarded, Per Off Peak Minute or Fraction (Page 20)	\$.00	.35	.35	.30	.45	\$1.50
Usage Allowance Per Access No. (Page 20)	0	0	0	350 (peak)	30 (peak)	5000
Minimum Usage Requirement per Access Number (Minutes) (Page 12)	0	NA	NA	NA	NA	500
Message Retrieval/Delivery						
Per Peak Minute	\$.00	.53	.43	.38	.68	\$5.00
Per Off Peak Minute	\$.00	.35	.35	.30	.45	\$5.00

Pricing Plan Usage Discount for New Jersey Customers

Pricing Plan	<u>Total Usage per access number</u>	<u>Effective discount for usage</u>				<u>Maximum %</u>
		<u>Plan H¹</u>	<u>Plan I¹</u>	<u>Plan J¹</u>	<u>Plan K¹</u>	
	0-99	0	0	0	0	16
	100-149	6	5	0	6	16
	150-199	10	10	0	10	16
	200-299	12	12.5	0	12	16
	300+	14	15	0	14	16

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Issued: April 29, 1994

Effective: May 1, 1994

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Usage Rates for New Jersey Customers

	<u>Rate Per Minute</u>				
	<u>Minimum</u>	<u>Plan L¹</u>	<u>Plan M¹</u>	<u>Plan N¹</u>	<u>Maximum</u>
<u>Access Rates*</u>	\$.00	24.99	29.99	24.99	\$200.00
<u>Usage Rates Per Minute</u>					
Peak Period Per Minute or Fraction (Page 20)	\$.00	.37	.37	.37	\$5.00
Off-Peak Period Per Minute or Fraction (Page 20)	\$.00	.25	.25	.25	\$5.00
Call Forwarded, Per Peak Minute or Fraction (Page 20)	\$.00	.37	.37	.37	\$2.00
Call Forwarded, Per Off Peak Minute or Fraction (Page 20)	\$.00	.25	.25	.25	\$1.50
Usage Allowance Per Access No. (Page 20)	0	0	0	0	5000
Minimum Usage Requirement per Access Number (Minutes) (Page 12)	0	NA	NA	NA	500
Minimum Monthly Charges per Access Number (Page 12)	\$.00	\$10,000	\$10,000	\$15,000	\$20,000
Message Retrieval/Delivery					
Per Peak Minute	\$.00	.37	.37	.37	\$2.00
Per Off Peak Minute	\$.00	.25	.25	.25	\$2.00

Volume Discount for New Jersey Customers - Plans L, M and N

<u>USAGE RATE DISCOUNT</u>		<u>USAGE RATE DISCOUNT</u>	
<u>Total Amount</u>	<u>Discount Effective</u>	<u>Total Amount</u>	<u>Discount Effective</u>
0 - \$14,999.99	0	\$80,000.00 - 99,999.99	6%
\$15,000.00 - 19,999.99	2%	\$100,000.00 - 149,999.99	7%
\$20,000.00 - 39,999.99	3%	\$150,000.00 - 199,999.99	8%
\$40,000.00 - 59,999.99	4%	\$200,000.00 - 249,999.99	9%
\$60,000.00 - 79,999.99	5%	\$250,000.00 +	10%

*These rates are for access in the state of New Jersey and are provided for informational purposes only. Customers subscribing to service in the state of New Jersey and using service in the state of New York will pay the usage rates associated with these plans as specified in section 4.3 (page 20).

Issued: April 29, 1994

Effective: May 1, 1994

By: R. Dolan, Vice President, New York Cellular Geographic Service Area, Inc., Orangeburg, NY
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